

<p>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</p>	
<p>Caption in Compliance with D.N.J. LBR 9004-1(b)</p> <p>GENOVA BURNS LLC Daniel M. Stolz, Esq. Donald W. Clarke, Esq. dstolz@genovaburns.com dclarke@genovaburns.com 110 Allen Road, Suite 304 Basking Ridge, NJ 07920 Tel: (973) 467-2700 Fax: (973) 467-8126 <i>Proposed Local Counsel to the Official Committee of Talc Claimants</i></p>	<p>BROWN RUDNICK LLP David J. Molton, Esq. Robert J. Stark, Esq. Michael S. Winograd, Esq. Eric R. Goodman, Esq. dmolton@brownrudnick.com rstark@brownrudnick.com mwinograd@brownrudnick.com egoodman@brownrudnick.com Seven Times Square New York, NY 10036 Tel: (212) 209-4800 Fax: (212) 209-4801</p> <p>and</p> <p>Jeffrey L. Jonas, Esq. Sunni P. Beville, Esq. jjonas@brownrudnick.com sbeville@brownrudnick.com One Financial Center Boston, MA 02111 Tel: (617) 856-8200 Fax: (617) 856-8201 <i>Proposed Co-Counsel for the Official Committee of Talc Claimants</i></p>
<p>MASSEY & GAIL LLP Jonathan S. Massey, Esq. Rachel S. Morse, Esq. jmassey@masseygail.com rmorse@masseygail.com 1000 Maine Ave. SW, Suite 450 Washington, DC 20024 Tel: (202) 652-4511 Fax: (312) 379-0467</p> <p><i>Proposed Special Counsel for the Official Committee of Talc Claimants</i></p>	<p>OTTERBOURG P.C. Melanie L. Cyganowski, Esq. Richard G. Haddad, Esq. Adam C. Silverstein, Esq. Jennifer S. Feeney, Esq. David A. Castleman, Esq. mcyganowski@otterbourg.com rhaddad@otterbourg.com asilverstein@otterbourg.com jfeeney@otterbourg.com dcastleman@otterbourg.com 230 Park Avenue New York, NY 10169 Tel: (212) 661-9100 Fax: (212) 682-6104 <i>Proposed Co-Counsel for Official Committee of Talc Claimants</i></p>

In re:

LTL MANAGEMENT LLC,¹

Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Honorable Michael B. Kaplan

LTL MANAGEMENT LLC,

Plaintiff,

v.

**THOSE PARTIES LISTED ON
APPENDIX A TO COMPLAINT
and JOHN AND JANE
DOES 1-1000,**

Defendants.

Adv. Pro. No. 23-01092 (MBK)

**DECLARATION OF DANIEL M. STOLZ IN SUPPORT OF
OBJECTION OF THE OFFICIAL COMMITTEE OF TALC CLAIMANTS
TO DEBTOR'S MOTION FOR AN ORDER
(I) DECLARING THAT THE AUTOMATIC STAY APPLIES OR EXTENDS TO
CERTAIN ACTIONS AGAINST NON-DEBTORS,
(II) PRELIMINARILY ENJOINING SUCH ACTIONS, AND
(III) GRANTING A TEMPORARY RESTRAINING
ORDER EX PARTE PENDING A HEARING ON A PRELIMINARY INJUNCTION**

I, Daniel M. Stolz, pursuant to 28 U.S.C. § 1746, declare, under penalty of perjury, that the following is true and correct:

1. I am a partner with law firm Genova Burns LLC, proposed local counsel to the Official Committee of Talc Claimants (the “TCC” or “Committee”).

¹ The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

2. I submit this declaration to place in the record on the *Debtor's Motion for an Order (I) Declaring That the Automatic Stay Applies or Extends to Certain Actions Against Non-Debtors, (II) Preliminarily Enjoining Such Actions, and (III) Granting a Temporary Restraining Order Ex Parte Pending a Hearing on a Preliminary Injunction* [Adv. Pro. Dkt. No. 2] (the "Motion") certain documents that have not been previously submitted in connection with the Motion.

3. Attached hereto as Exhibit 1, **filed under seal**,² is a true and correct copy of a document entitled "Minutes of Board of Managers" dated April 2, 2023, bearing Bates numbers LTLMGMT-00000006 to LTLMGMT-00000019 produced by the Debtor in this Adversary Proceeding.

4. Attached hereto as Exhibit 2 is a true and correct copy of the March 31, 2023 Judgment and Mandate issued by the United States Court of Appeals for the Third Circuit in *In re LTL Management LLC*, Case No. 22-2003, Dkt. 181-1.

5. Attached hereto as Exhibit 3 is a true and correct copy of excerpts of the Motion to Stay Mandate filed on March 22, 2023 by LTL Management LLC with the United States Court of Appeals for the Third Circuit in *In re LTL Management LLC*, Case No. 22-2003, Dkt. 173.

6. Attached hereto as Exhibit 4 is a true and correct copy of the March 31, 2023 Order entered by the United States Court of Appeals for the Third Circuit denying the Motion to Stay Mandate filed by LTL Management LLC in *In re LTL Management LLC*, Case No. 22-2003, Dkt. 180.

² The Committee is filing this exhibit and certain other exhibits under seal given the designation of the document as confidential by LTL Management LLC (the "Debtor"), pending the entry of a protective order in this case. By filing these exhibits under seal, the Committee does not waive any rights as to the confidentiality designation or use of any such exhibit, and expressly reserves all applicable rights.

7. Attached hereto as Exhibit 5, **filed under seal**, is a true and correct copy of excerpts of the transcript of the deposition of John K. Kim taken on April 14, 2023, in this Adversary Proceeding, subject to the reservation of rights as stated in note 2, *supra*.

8. Attached hereto as Exhibit 6 is a true and correct copy of excerpts of the transcript of the deposition of John K. Kim taken on April 14, 2023, in this Adversary Proceeding, with certain portions redacted pursuant to Debtor's confidentiality designations, subject to the reservation of rights as stated in note 2, *supra*.

9. Attached hereto as Exhibit 7 is a true and correct copy of excerpts of the transcript of proceedings held on February 18, 2022 in the bankruptcy case *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.).

10. Attached hereto as Exhibit 8 is a true and correct copy of excerpts of the transcript of proceedings held on April 11, 2023 in the bankruptcy case *In re LTL Management LLC*, Case No. 23-12825 (MBK) (Bankr. D.N.J.).

11. Attached hereto as Exhibit 9, **filed under seal**, is a true and correct copy of a presentation dated April 2, 2023, bearing Bates numbers LTLMGMT-00000260 to LTLMGMT-00000271 produced by the Debtor in this Adversary Proceeding, subject to the reservation of rights as stated in note 2, *supra*.

12. Attached hereto as Exhibit 10 is a true and correct copy of excerpts of the transcript of proceedings held on September 19, 2022 before the United States Court of Appeals for the Third Circuit in *In re LTL Management LLC*, Case No. 22-2003.

13. Attached hereto as Exhibit 11 is a true and correct copy of the Amended and Restated Funding Agreement dated October 12, 2021.

14. Attached hereto as Exhibit 12, **filed under seal**, is a true and correct copy of a presentation dated March 28, 2023, bearing Bates numbers LTLMGMT-00000233 to LTLMGMT-00000259 produced by the Debtor in this Adversary Proceeding, subject to the reservation of rights as stated in note 2, *supra*.

15. Attached hereto as Exhibit 13 is a true and correct copy of Trial Ex. No. 600.028, admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (transcript of July 30, 2019 proceeding in *Hayes v. Colgate Palmolive Co.*, Case No. 16-CI-03503 (Ky. Cir. Ct. Jefferson Jul. 30, 2019), Testimony of Dr. John Hopkins [excerpt in original: pages 49-56]).

16. Attached hereto as Exhibit 14 is a true and correct copy of Trial Ex. No. 601.006, admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (transcript of proceeding in *Olson v. J&J et al.*, Supreme Court of New York County, New York; Index No. 190328/2017; May 3, 2019, Testimony of Dr. John Hopkins [excerpt in original: pages 7743-7753; 7831-7833]).

17. Attached hereto as Exhibit 15 is a true and correct copy of the Trial Ex. No. 601.012 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (J&J “What We Know” Advertisement Review Email 12/17/2018).

18. Attached hereto as Exhibit 16 is a true and correct copy of the Trial Ex. No. 601.013 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (J&J Letter to U.S. House Subcommittee 3/11/2019).

19. Attached hereto as Exhibit 17 is a true and correct copy of the Trial Ex. No. 601.014 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (Screenshot of J&J CEO Alex Gorsky Twitter Video December 2018) (video available upon request to counsel).

20. Attached hereto as Exhibit 18 is a true and correct copy of the Trial Ex. No. 601.015 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (CNN “Mad Money” Screenshot Featuring J&J CEO Alex Gorsky).

21. Attached hereto as Exhibit 19 is a true and correct copy of the Trial Ex. No. 601.173 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (2018 Draft Screening Assessment on Talc - Health Canada [excerpt in original: pages i-v; 1-10]).

22. Attached hereto as Exhibit 20 is a true and correct copy of the Trial Ex. No. 601.174 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (2021 Final Screening Assessment on Talc - Health Canada [excerpt in original: pages i-v; 1-5])

23. Attached hereto as Exhibit 21 is a true and correct copy of excerpts of the transcript of proceedings held on February 16, 2022 in the bankruptcy case *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.).

24. Attached hereto as Exhibit 22 is a true and correct copy of excerpts of the October 14, 2021 Informational Brief of LTL Management LLC, filed in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.), Dkt. 3.

25. Attached hereto as Exhibit 23 is a true and copy of the October 14, 2021 Declaration of John K. Kim in Support of First Day Pleadings filed in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.), Dkt. 5.

26. Attached hereto as Exhibit 24 is a true and correct copy of the Trial Ex. No. 601.001 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (*Barden et al. v. Brenntag et al.* Transcript 7/22/2019 [excerpt: pages 41-47]).

27. Attached hereto as Exhibit 25 is a true and correct copy of the Trial Ex. No. 601.003 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Transcript of

Deposition of John Hopkins in *In re LAOSD Asbestos Cases*, Superior Court of Los Angeles County, California; J.C.C.P. No. 4674; 4/11/2018 [excerpt: pages 37-39]).

28. Attached hereto as Exhibit 26 is a true and correct copy of excerpts of the Trial Ex. No. 377 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Expert Report of Matthew Diaz).

29. Attached hereto as Exhibit 27 is a true and correct copy of the Joint Stipulation and Agreed Order Between Movants and Debtor Regarding the Admission of Deposition Designations at Motion to Dismiss Trial filed in *In re LTL Management LLC*, Case No. 21-30589 (MBK), Dkt. 1566 [Excerpt pages in original: 1-7, 17-18, 25-26, 134-141 (David Kaplan deposition transcript), 195-196 (John Kim 30(b)(6) deposition transcript)].

30. Attached hereto as Exhibit 28 is a true and correct copy of the Trial Ex. No. 332 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Expert Report of Saul E. Burian).

31. Attached hereto as Exhibit 29 is a true and correct copy of the Trial Ex. No. 746 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (David Kaplan Notes re: Johnson & Johnson (7.19.21)).

32. Attached hereto as Exhibit 30 is a true and correct copy of the Trial Ex. No. 110 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Email re: Litigation follow-up).

33. Attached hereto as Exhibit 31 is a true and correct copy of excerpts of the transcript of proceedings held on February 15, 2022 in the bankruptcy case *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.).

34. Attached hereto as Exhibit 32 is a true and correct copy of excerpts of the transcript of proceedings held on February 14, 2022 in the bankruptcy case *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.).

35. Attached hereto as Exhibit 33 is a true and correct copy of the Monthly Operating Report of LTL Management LLC filed in *In re LTL Management LLC*, Case No. 21-30589 (MBK), Dkt. 548.

36. Attached hereto as Exhibit 34 is a true and correct copy of deposition designations of John Kim submitted to this Court in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Doc. 1566).

37. Attached hereto as Exhibit 35 is a true and correct copy of the Trial Ex. No. 23 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (Minutes of Board of Managers).

38. Attached hereto as Exhibit 36 is a true and correct copy of the Trial Ex. No. 601.132 admitted at trial in *In re LTL Management LLC*, Case No. 21-30589 (MBK) (J&J Form 8-K, dated October 19, 2021).

39. Attached hereto as Exhibit 37 is a true and correct copy of excerpts of Debtor's Omnibus Reply In Support of Motion for an order (I) Declaring That the Automatic Stay Applied to Certain Actions Against Non-Debtors or (II) Preliminarily Enjoining Such Actions and (III) Granting a Temporary Restraining Order Pending a Final Hearing filed in *LTL Management LLC v. Those Parties Listed On Appendix A To Complaint et al. (In re LTL Management LLC)*, Ad. Pro. No. 21-03032 (MBK), Dkt. 146.

40. Attached hereto as Exhibit 38 is a true and correct copy of the Notice of Debtor's Intent Regarding Appeals filed in *In re LTL Management LLC*, Case No. 21-30589 (MBK), Dkt. 3939.

41. Attached hereto as Exhibit 39 is a true and correct copy of the Order Dismissing Debtor's Chapter 11 Case Pursuant to 11 U.S.C. § 1112(b); (II) Establishing Procedures with Respect to Request for Compensation; and (III) Granting Related Relief filed in *In re LTL Management LLC*, Case No. 21-30589 (MBK), Dkt. 3938.

42. Attached hereto as Exhibit 40, **filed under seal**, is a true and correct copy of excerpts of the transcript of the deposition of Erik Haas taken on April 14, 2023, in this Adversary Proceeding, subject to the reservation of rights as stated in note 2, *supra*.

43. Attached hereto as Exhibit 41, **filed under seal**, is a true and correct copy of excerpts of the transcript of the deposition of Adam Pulaski taken on April 15, 2023, in this Adversary Proceeding, subject to the reservation of rights as stated in note 2, *supra*.

44. Attached hereto as Exhibit 42 is a true and correct copy of excerpts of the Brief for Debtor-Appellee filed with the United States Court of Appeals for the Third Circuit in *In re LTL Management LLC*, Case No. 22-2003, Dkt. 104.

45. Attached hereto as Exhibit 43 is a true and correct copy of excerpts of a transcript of an oral argument held before the United States Court of Appeals for the Seventh Circuit, in a case captioned *In re Aereo Technologies, LLC, et al.*, Case No. 22-2606.

46. Attached hereto as Exhibit 44 is a true and correct copy of the Objection of The Official Committee of Talc Claimants to the Debtor's Motion for an order (I) Declaring That the Automatic Stay Applied to Certain Actions Against Non-Debtors or (II) Preliminarily Enjoining Such Actions and (III) Granting a Temporary Restraining Order Pending a Final Hearing filed in

LTL Management LLC v. Those Parties Listed On Appendix A To Complaint et al. (In re LTL Management LLC), Ad. Pro. No. 21-03032 (MBK), Dkt. 142.

47. Attached hereto as Exhibit 45 is a true and correct copy of excerpts of the transcript of the October 30, 2021 deposition of Adam Lisman.

48. Attached hereto as Exhibit 46 is a true and correct copy of excerpts of the transcript of proceedings held on November 21, 2021 in the bankruptcy case *In re LTL Management LLC*, Case No. 21-30589.

I declare under penalty of perjury that the foregoing is true and correct.

Executed in New York State on April 17, 2023.

/s/ Daniel M. Stolz
Daniel M. Stolz